

**BEFORE THE TENNESSEE REGULATORY AUTHORITY AT
NASHVILLE, TENNESSEE**

May 11, 1999

IN RE:)	
PETITION FOR APPROVAL OF THE RESALE)	
AGREEMENT AND LINE INFORMATION DATA)	DOCKET NO. 99-00199
BASE STORAGE AGREEMENT NEGOTIATED)	
BY BELL SOUTH TELECOMMUNICATIONS, INC.)	
AND DPI-TELECONNECT, INC. PURSUANT TO)	
SECTIONS 251 AND 252 OF THE)	
TELECOMMUNICATIONS ACT OF 1996)	

**ORDER APPROVING RESALE AGREEMENT AND
LINE INFORMATION DATA BASE STORAGE AGREEMENT**

This matter came before the Tennessee Regulatory Authority (the "Authority") upon the Petition of BellSouth Telecommunications, Inc. for approval of a Resale Agreement and Line Information Data Base Storage Agreement (the "Agreements") negotiated by and between BellSouth Telecommunications, Inc. and DPI-Teleconnect, Inc. The Petition for approval of the Agreements came before the Authority pursuant to 47 U.S.C. §§ 251-252.

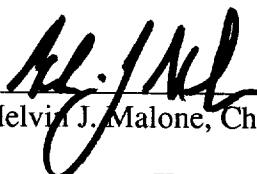
The Agreements were considered at a regularly scheduled Authority Conference held on April 20, 1999, in Nashville, Tennessee before Chairman Melvin J. Malone, Director H. Lynn Greer, Jr., and Director Sara Kyle. The Authority has jurisdiction over public utilities pursuant to Tenn. Code Ann. § 65-4-104 *et seq.* Based upon the Petition, the record in this matter, and the standards for review set forth in 47 U.S.C. §§ 251-252, the Directors unanimously approved the Agreements and made the following findings and conclusions:

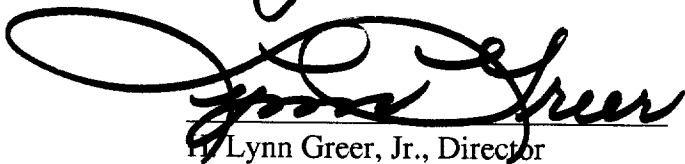
- 1) The Agreements are in the public interest as they provide consumers with alternative sources of telecommunications services within the BellSouth Telecommunications, Inc. service area;

- 2) The Agreements are not discriminatory to telecommunications service providers that are not parties thereto;
- 3) No party has sought intervention in this docket;
- 4) The approval of the Agreements is consistent with previous Authority decisions and orders; and
- 5) The Agreements are reviewable by the Authority pursuant to 47 U.S.C. §§ 251-252 and Tenn. Code Ann. § 65-4-104 *et seq.*

IT IS THEREFORE ORDERED THAT:


The Resale Agreement and Line Data Base Storage Agreement negotiated by and between BellSouth Telecommunications, Inc. and DPI-Teleconnect, Inc. are approved and are subject to the review of the Authority as provided herein.


Melvin J. Malone, Chairman


Lynn Greer, Jr., Director


Sara Kyle, Director

ATTEST:


K. David Waddell, Executive Secretary